

**United States Bankruptcy Court
Northern District of California**

In re Carter's Grove, LLC
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

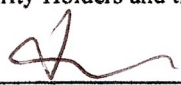
Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--|-------------------|-------------------------|---------------------|
| Halsey McLean Minor Revocable Trust 11304 Halsey M. Minor, Trustee 3180 Washington St. San Francisco, CA 94118 | | 100% | Owner |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the as Trustee for Halsey McLean Revocable Trust 11304 of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date February 14, 2011

Signature 
Halsey M. Minor
as Trustee for Halsey McLean Revocable Trust 11304

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.*